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10 **UNITED STATES BANKRUPTCY COURT**
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

11 **In re:**

12 **PG&E CORPORATION,**

13 **- and -**

14 **PACIFIC GAS AND ELECTRIC**
COMPANY,

16 **Debtors.**

- 17 Affects PG&E Corporation
18 Affects Pacific Gas and Electric Company
19 Affects both Debtors

20 * *All papers shall be filed in the Lead Case*
No. 19-30088 (DM).

Bankruptcy Case No. 19-30088 (DM)

Chapter 11
(Lead Case)
(Jointly Administered)

DECLARATION OF PAUL H. ZUMBRO
IN SUPPORT OF
RETAINED PROFESSIONALS' JOINT
RESPONSE TO MOTION TO APPROVE
fee PROCEDURES AND FEE
EXAMINER PROTOCOL

1 I, Paul Zumbro, hereby declare that:

2 1. I am a partner with Cravath, Swaine & Moore LLP (“**Cravath**”), and involved
3 in Cravath’s representation of PG&E Corporation and Pacific Gas and Electric Company (collectively,
4 the “**Debtors**”) in connection with the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”).

5 2. I respectfully submit this Declaration in support of the Retained Professionals’
6 Joint Response to Motion to Approve Fee Procedures and Fee Examiner Protocol dated October 1,
7 2019 (the “**Response**”).

8 3. Attached hereto as Exhibit A is a true and correct copy of the markup of edits
9 to the Fee Examiner Protocol [Docket No. 3762, Ex. A] proposed jointly by the Retained Professionals
as set forth in the Response.

10 4. Attached hereto as Exhibit B is a true and correct copy of the revised
11 Fee Examiner Protocol incorporating the edits proposed in Exhibit A.

12 5. Certain of Cravath’s timekeepers listed in Cravath’s First Interim
13 Fee Application [Docket No. 3683] were law clerks during the period addressed by the First Interim
14 Fee Application (the “**Cravath Law Clerks**”).

15 6. The educational requirements to become a law clerk at Cravath are the same as
16 those for associates, including, at a minimum, a law degree.

17 7. All of the Cravath Law Clerks listed in Cravath’s First Interim Fee Application
18 passed the Bar Examination prior to starting work at Cravath, and all have since been admitted to the
19 Bar.

20 8. Prior to their admission to the Bar, Cravath Law Clerks worked under the direct
21 supervision of partners and associates, all of whom are New York-licensed attorneys.

22 9. Cravath Law Clerks have not argued in Court or taken depositions in these
23 Chapter 11 Cases.

1 I declare under penalty of perjury under the laws of the United States of America that
2 the foregoing is true and correct.
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4 Dated: October 1, 2019
5 New York, New York

6 /s/ Paul H. Zumbro
7 Paul H. Zumbro
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